



招商銀行股份有限公司
CHINA MERCHANTS BANK CO., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)
 (Stock Code: A Share 600036, H Share 3968)

PROXY FORM FOR THE ANNUAL GENERAL MEETING FOR THE YEAR 2007

Number of shares to which this Proxy Form relates (Note 1) Domestic Shares/H Shares (Delete as appropriate)	
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I/We (Note 2): _____

Address and Postal Code: _____

ID No. _____ being the holder(s) of the shares of China Merchants Bank Co., Ltd. (the "Company"):

_____ Domestic Shares/ _____ H Shares, hereby appoint (Note 3): _____

holder of ID No. _____ of _____

_____ (address)

to act as my/our proxy. If my/our proxy is unable to attend, I/we hereby appoint the Chairman of the Meeting to act as my/our proxy to attend the Annual General Meeting for the year 2007 (the "Meeting") to be held at the Conference Room, 5/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Shenzhen, the People's Republic of China on 27 June 2008 (Friday) at 9:00 a.m. or any adjournment thereof and to vote on my/our behalf for the resolutions as directed below. In the absence of any indication, the proxy may vote for or against the resolutions at his/her own discretion (Note 4).

	Ordinary Resolutions	For (Note 4)	Against (Note 4)	Abstained (Note 4)
1.	Consider and approve the work report of the Board of Directors for the year ended 31 December 2007;			
2.	Consider and approve the work report of the Board of Supervisors for the year ended 31 December 2007;			
3.	Consider and approve the audited financial report for the year ended 31 December 2007;			
4.	Consider and approve the final financial report for the year ended 31 December 2007;			
5.	Consider and approve the proposed profit appropriations plan (including the distribution of final dividend) for the year ended 31 December 2007;			
6.	Consider and approve the resolution to appoint the accounting firm for the year 2008 and 2009 and to fix their remuneration;			
7.	Consider and approve the duty performance and cross-evaluation reports of independent non-executive directors;			
8.	Consider and approve the assessment report on the duty performance of Directors for the year 2007;			
9.	Consider and approve the duty performance and cross-evaluation reports of external supervisors;			
10.	Consider and approve the related party transaction report for the year 2007;			
11.	Consider and approve the proposal for the acquisition of a portion of the equity interest in CIGNA & CMC Life Insurance Company Limited.			

Date: _____ 2008

Signature (Note 5): _____

Notes:

1. Please insert the number of shares registered in your name(s) which relates to this proxy form and delete as appropriate. If no number is inserted, this proxy form will be deemed to relate to all shares in the capital of the Company registered in your name(s).
2. Please insert full name(s) in BLOCK CAPITALS and address (must be the same as stated in the register of members).
3. Please insert the name and address of your proxy. If no name or address is inserted, the Chairman of the Meeting will act as your proxy. Shareholder may appoint one or more proxies to attend the Meeting and to vote on your behalf. A proxy needs not be a member of the Company, but the proxy must attend the Meeting in person. Any changes made to this proxy form should be initialed by the person who signs it.
4. ATTENTION: If you wish to vote "For" the resolution, please indicate with a "✓" in the appropriate space under "For". If you wish to vote "Against" the resolution, please indicate with a "✓" in the appropriate space under "Against". If you wish to vote "Abstained" the resolution, please indicate with a "✓" in the appropriate space under "Abstained". If no direction is given, your proxy may vote at his/her discretion. Unless you direct in the proxy form, the proxy will also be entitled to vote at his/her discretion for any resolution duly put to the Meeting other than those set out in the notice of the Meeting. You should give your opinion as any one of the following: "For", "Against" or "Abstained". Any vote which is not filled or filled wrongly or with unrecognizable writing or not cast will be deemed as having waived your voting rights, and the corresponding poll will be counted as "Abstained".
5. This form of proxy must be signed by you or your attorney duly authorized in writing. If the shareholder is a corporation, the proxy form must be either under its company seal or signed by its director(s) or the duly authorized attorney(s).
6. This proxy form together with the power of attorney or other authorisation document(s) or such documents which have been notarised must be lodged with the registered address of the Company at 49/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Shenzhen, The People's Republic of China (for domestic shareholders) or the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at Rooms 1806-07, 18/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shares shareholders) not less than 24 hours before the time appointed for holding the Meeting.
7. In the case of joint holders of any share, any one of such holders may vote at the Meeting, either in person or by proxy, as if he is the only one entitled to do so among the joint holders; however, if more than one of such joint holders are present at the Meeting whether attending in person or by proxy, the vote of the person, whose name stands first on the register of members in respect of such share shall be accepted.
8. Completion and return of the form of proxy shall not preclude shareholder from attending and voting in person at the Meeting. If the shareholder attends the Meeting in person, the proxy form shall be deemed to be revoked.

(Both the original and the duplicate of this proxy form are acceptable.)